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MAR 1 1 2002

March 11, 2002

Wireless Telecommunications Bureau Federal Communications Commission 1270 Fairfield Road Gettysburg, PA 17325-7245

Re: FCC Form 602 Prospective Ownership Report

McLeodUSA Incorporated

Dear Sir or Madam:

On behalf of McLeodUSA Incorporated, transmitted herewith are an original and one (1) copy of its FCC Form 602 ownership report, reflecting its prospective ownership pursuant to a proposed transaction, see FCC File No. 0000780578.

Please date-stamp the enclosed extra copy provided for this purpose and return it to our offices. Should you have any questions concerning this matter, please do not hesitate to contact the undersigned at (202) 424-7673.

Very truly yours,

Nancy Killien Spooner

Mancy Killien Spooner

Enclosures

3/242 854

FCC 602 Main Form

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Approved by OMB 3060 – 0799
See instructions for Public burden estimate

Applicant / Lic	ensee Inform	ation
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1) First Name (if individual):	M1:	Last Name:		Suffix:
2) Applicant Name (if entity):			3) FCC Registration Number (FRN):	
McLeodUSA Incorporated			0004198446	

4a)	4b)	4c)	4d)
Name and address of all FCC Regulated Businesses owned by Applicant/ Licensee (use additional sheets, if necessary):	Principal Business:	FCC Registration Number (FRN):	Percent of Interest Held:
IWL Communications, Inc.	Telecommunications	0001643766	100% indirect
6400 C Street, S.W., P.O. Box 3 177			
Cedar Rapids, IA 52406			
Spacelink Systems, Inc.	Telecommunications	0006240493	100% indirect
5400 C Street, S.W., P.O. Box 3 177	İ	!	Ī
Cedar Rapids; IA 52406			
McLeodUSA Telecom Development, Inc.	Telecommunications	0006335046	100% indirect
6400 C Street, S.W., P.O. Box 3177			
Cedar Rapids, IA 52406			
McLeodUSA Community Telephone, Inc.	Telecommunications	0005158878	100% indirect
6400 C Street, S.W., P.O. Box 3177			
Cedar Rapids, IA 52406			
Illinois Consolidated Telephone Company	Telecommunications	0004333712	100% indirect
6400 C Street, S.W., P.O. Box 3177			
Cedar Rapids, IA 52406			
Dakota Community Telephone, Inc.	Telecommunications	0006383392	100% indirect
6400 C Street, S.W., P.O. Box 3 177			
Cedar Rapids, IA 52406			
Greene County Partners, Inc.	Telecommunications	0004154605	85% indirect
6400 C Street, S.W., P.O. Box 3177			
Cedar Rapids, IA 52406			
Illinois SMSA Limited Partners	Telecommunications	00028407 18	27% indirect
6400 C Street, S. W., P.O. Box 3 I 77			
Cedar Rapids, IA 52406			

Signature
5) Typed or Printed Name of Party Authorized to Sign

<u> </u>			
First Name:	MI:	Last Name:	Suffix:
David	R.	Conn	
Title:			•
Vice President			

Signature:

MAR 1 1 2002

3/08/02

Date:

Failure to Sign This Application May Result in Dismissal Of The Application And Forfeiture Of Any Feet Paid

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(l) AND/ OR FORFEITURE (U.S. Code, Title 47, Section 503).

McLeodUSA Incorporated
FRN 0004198466
FCC Form 602 Main Form
Additional listing for Item 4
4a) McLeodUSA Telecommunications Services, Inc.
6400 C Street, S.W., P.O. Box 3177
Cedar Rapids, IA 52406
4b) Telecommunications
4c) 0003716073
4d) 100% indirect
-

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 – 0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

Disclosable Interest Holder's First Name (if individual)	dual):	MI:		Last N	lame:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Forstmann Little & Co. Equity Partnership-V, L.P. ("I			quity-V")		FCC Registration Number(FRN):	
4) Disclosable Interest Holder's Address: 767 Fifth Avenue, New York, NY 10153						
5) Type of Interest in Applicant (D) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (1 (refer to instructions for list of codes):			.)	7) Percent of Interest Held in Applicant 10.9%	:
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): (X) Voting () Non-Voting		8) Disclosable Int U.S.A.	erest F	Iolder's Country of Citizenship:		
IO) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Direct shareholder						

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

lla)	llb)	11c)	11d)
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 7. (use additional sheets, if necessary):	Principal Business:	FCC Registration Number (FRN):	Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22 102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting		

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 – 0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

5) Disclosable Interest Holder's First Name (if indivi	dual):	MI:		Last N	Name:	Suffix:
6) Disclosable Interest Holder's Name (if entit		7) FCC Registration Number(FRN):				
Forstmann Little & Co. Subordinate Buyout Partnership-VII, L.P. ("MBO		nd Equity	Management	000	5587125	
8) Disclosable Interest Holder's Address:						
767 Fifth Avenue, New York, NY 10153						
5) Type of Interest in Applicant (D) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (refer to instructions for list of codes):			.)	9) Percent of Interest Held in Applicant: 16.6%	
8) Disclosable Interest Holder's Type of Owners	hip (C)		10) Disclosable Interest Holder's Country of Citizenship:			
(refer to instructions for list):			U.S.A.			
(X) Voting () Non-Voting						
IO) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):						
Direct shareholder						

elated FCC Regulated Businesses of Disclosable In			
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item I Or 2 (use additional sheets, if necessary):	1 lb) Principal Business:	IIc) FCC Registration Number (FRN):	11d) Percent of Interest Held:
XO Comxnunications, Inc. 1111 I Sunset Hills Road Reston, VA 22102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89 128	Broadcasting		

FCC Ownership Disclosure Information for the **Wireless Telecommunications Services**

Schedule for Disclosable Interest Holders

Approved by OMB 3060 - 0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

elated FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

1 lb)

9) Disclosable Interest Holder's First Name (if indivi	dual):	MI:		Last N	ame:	Suffix:	
10) D&losable Interest Holder's Name (if entit			11) F	CCC Registration Number(FRN):			
Forstmann Little & Co. Equity Partnership-VII, L.P. ("I			Equity-VII" j	0006551725			
12) Disclosable Interest Holder's Address:							
767 Fifth Avenue, New York, NY 10153							
5) Type of interest in Applicant (D) (refer to Instructions for list):	,	6) Disclosable Interest Holder is a (n): (1 (refer to instructions for list of codes):			11) Percent of Interest Held in Applicant 14.2%	:	
8) Disclosable Interest Holder's Type of Ownersh	nip (C)		12) Disclosable Interest Holder's Country of Citizenship:				
(refer to instructions for list):			U.S.A.				
(X) Voting () Non-Voting							
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Direct shareholder							

IIa)
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in **Item 1** or 2 (use FCC Registration Number (FRN): Percent of Interest Held: Principal Business: additional sheets, if necessary): Telecommunications XO Communications, Inc. 11 111 Sunset Hills Road Reston, VA 22102 Citadel Communications Corporation City Center West, Suite 400 Broadcasting 7201 Mead Boulevard Las Vegas, NV 89128

Ilc)

Ild)

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 - 0799 See instructions for Public burden estimate

visclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

13) Disclosable Interest Holder's First Name (if indivi-	dual): MI:		Last Na	ame:	Suffix:
14) Disclosable Interest Holder's Name (if entire FLC XXX Partnership, L.P. ("FLC")	•			CC Registration Number(FRN): 5587224	
16) Disclosable Interest Holder's Address: 767 Fifth Avenue, New York, NY 10 153					
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (L) (refer to instructions for list of codes):			13) Percent of Interest Held in Applicant: 10.9% indirect	
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): (X) Voting () Non-Voting		14) Disclosable Interest Holder's Country of Citizenship: U.S.A.			
10) Relationship Description (if the discloseable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): General partner of Equity-V, which is a direct shareholder of Applicant					

| elated FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	IIc) FCC Registration Number (FRN):	Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting		
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FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB **3060 – 0799** See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

17) Disclosable Interest Holder's First Name (if individual)	ridual): MI:		Last N	fame:	Suffix:	
18) Disclosable Interest Holder's Name (if entity	y):			19) F	CCC Registration Number(FRN):	
FLC XXXIII Partnership, L.P. ("FL	C XXXII	Ι")		0006587299		
20) Disclosable Interest Holder's Address:						
767 Fifth Avenue, New York, NY 1	0153					
5) Type of Interest in Applicant (I)			st Holder is a (n): (l	L) 15) Percent of Interest Held in Applicant:		
(refer to Instructions for list):	(refer to	instructions	for list of codes):		16.6% indirect	
8) Disclosable Interest Holder's Type of Ownersh	nip (C)		16) Disclosable In	terest H	older's Country of Citizenship:	
(refer to instructions for list):			U.S.A.			
(X) Voting () Non-Voting						
10) Relationship Description (if the discloseable in	nterest holder	is an indirec	ct owner, list path of o	wnershi	p from indirect owner to the applicant):	
General partner of MBO-VII, which	is a direc	et shareho	older of Applica	nt		

 $\underline{\textbf{elated}}\ FCC\ Regulated\ Businesses\ of\ Disclosable\ In\ \underline{\textbf{l}}\ \ rest\ Holders\ (repeat\ for\ each\ interest\ holder\ identified)$ 11a)
Name and address of all FCC Regulated Businesses owned
by Disclosable Interest Holder listed in Item 1 or 2 (use
additional sheets, if necessary): 11c)
FCC Registration Number (FRN): 1 lb) 11d) Principal Business: Percent of Interest Held: Telecommunications XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22102 Citadel Communications Corporation Broadcasting City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89 128

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB **3060 –** 0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

21) Disclosable Interest Holder's First Name (if individual)	dual):	MI:		Last N	ame:	Suffix:
		ı				
22) Disclosable Interest Holder's Name (if entit	y):			23) F	CC Registration Number(FRN):	
FLC XXX11 Partnership, L.P. ("FLC	C XXXII")		0006	5587414	
24) Disclosable Interest Holder's Address:						
767 Fifth Avenue, New York, NY 1	0 153					
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (I (refer to instructions for list of codes):			.)	17) Percent of Interest Held in Applicant: 14.2% indirect	
8) Disclosable Interest Holder's Type of Ownersh (refer to instructions for list):	ip (C)			erest H	older's Country of Citizenship:	
(X) Voting () Non-Voting			U.S.A.			
10) Relationship Description (if the discloseable in			•		p from indirect owner to the applicant):	
General partner of Equity-VII, which	ı is a dire	ect shareho	older of Applica	ant		

Related FCC Regulated Businesses of Disclosable Jnt	terest noiders (repeat for each in	terest noider identified)	1 1.1/
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	IIc) FCC Registration Number (FRN):	1 Id) Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting		
₹,			

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB **3060-0799**See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all discle able interest holders)

25) Disclosable Interest Holder's First Name (if individual): MI: Theodore J		11:		Last N	stmann	Suffix:
26) Disclosable Interest Holder's Name (if entity):			27) FCC Registration Number(FRN): 00065875 13			
28) Disclosable Interest Holder's Address:767 Fifth Avenue, New York, NY 10	153					
5) Type of Interest in Applicant (I) (refer to Instructions for list):	Disclosable interest Holder is a (n): (I (refer to instructions for list of codes):		19) Percent of Interest Held in Applicant: 20.2% actual indirect interest			
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): (X) Voting () Non-Voting	(C)		20) Disclosable Int	terest H	Iolder's Country of Citizenship:	
IO) Relationship Description (if the discloseable inter A general partner of FLC XXX, FLC MBO-VII and Equity-VII, which, in to	XXXIII ar	nd FLC	XXXII, which	are th	ne respective general partners of E	Equity-V,

Related ECC Regulated Rusinesses of Disclosable Ir - rest Holders (reneat for each interest holder identified)

elated FCC Regulated Businesses of Disclosable Ir rest Holders (repeat for each interest holder identified)							
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	I1b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:				
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22102	Telecommunications						
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting						

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 - 0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

29) Disclosable Interest Holder's First Name (if individ	vidual): MI:		Last Name: Suf		Suffix:	
Sandra		J		Horl	bach	
30) Disclosable Interest Holder's Name (if entity):			31) FCC Registration Number(FRN): 0006587570			
32) Disclosable Interest Holder's Address:						
767 Fifth Avenue, New York, NY 10	0153					
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (1 (refer to instructions for list of codes):)	21) Percent of Interest Held in Applicant 11.5% actual indirect interest	:
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): (X) Voting () Non-Voting		22) Disclosable Interest Holder's Country of Citizenship: U.S.A.				
IO) Relationship Description (if the discloseable interest A general partner of FLC XXX, FLC MBO-VII and Equity-VII, which, in	XXX111	and FLO	C XXXII, which	are th	ne respective general partners of	Equity-V,

| elated FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

1 la)	11b)	1 Ic)	11d)
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	Principal Business:	FCC Registration Number (FRN):	Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Rbad Reston, VA 22102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting		

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 – 0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

33) Disclosable Interest Holder's First Name (if individual Thomas	ual):	MI: H		Last N		Suffix:	
34) Disclosable Interest Holder's Name (if entity):				35) FCC Registration Number(FRN): 0006587687			
36) Disclosable Interest Holder's Address: 767 Fifth Avenue, New York, NY 10	0153						
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (I (refer to instructions for list of codes):)	23) Percent of Interest Held in Applicant: Less than 10% actual indirect interest		
8) Disclosable Interest Holder's Type of Ownershi (refer to instructions for list): (X) Voting () Non-Voting	ip (C)	24) Dis U.S.A.		erest H	folder's Country of Citizenship:		
10) Relationship Description (if the discloseable into A general partner of FLC XXX, FLC MBO-VII and Equity-VII, which, in	XXXIII	and FLC XXXII	I, which a	are th	e respective general partners of l	Equity-V,	

| elated FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

I la) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	1 lb) Principal Business:	IIc) FCC Registration Number (FRN):	11d) Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting		

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060-0799 See instructions for Public burden estimate

Disclosable Interest Holder Information complete as many as required to describe all disclosable interest holders

17) Disclosable Interest Holder's First Name (if indivi	idual):	MI:	Last I	Name:	Suffix:
Winston		W	Hut	chins	
38) Disclosable Interest Holder's Name (if entity):			ĺ	39) FCC Registration Number(FRN): 0006587695	
410) Disclosable Interest Holder's Address:					
767 Fifth Avenue, New York, NY 1	10153				
5) Type of Interest in Applicant (1) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (I (refer to instructions for list of codes):		(I)	25) Percent of Interest Held in Applicant: Less than 10% actual indirect interest	
8) Disclosable Interest Holder's Type of Owners (refer to instructions for list): (X) Voting ()Non-Voting	hip (C)	26) Disclosable U.S.A.	Interest I	Holder's Country of Citizenship:	
10) Relationship Description (if the discloseable in A general partner of FLC XXX, FLO MBO-VII and Equity-VII, which, in	C XXXIII	I and FLC XXXII, whic	h are tl	ne respective general partners of I	Equity-V,

Related FCC Regulated Businesses of Disclosable In rest Holders (repeat for each interest holder identified) Ila) 1 Ib) 11c) 11d) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary): FCC Registration Number (FRN): Principal Business: Percent of Interest Held: XO Commtmications, Inc. Telecommunications 11111 Sunset Hills Road Reston, VA 22102 Citadel Communications Corporation Broadcasting City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89 128

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (comple	ete as many a	as required	to describe all disclos	sable ir	iterest holders)		
41) Disclosable Interest Holder's First Name (if indivi-	dual):	M1:		Last N	lame:	Suffix:	
Jamie		C		Nich	nolls		
42) Disclosable Interest Holder's Name (if entit	y):			43) F	FCC Registration Number(FRN):		
				000	6587729		
44) Disclosable Interest Holder's Address:							
767 Fifth Avenue, New York, NY 1	.0153						
5) Type of interest in Applicant (I)	,		t Holder is a (n): (I)) 27) Percent of Interest Held in Applicant:		
(refer to Instructions for list):	(refer to	instructions	for list of codes):	Less than 10% actual indirect interest			
			Τ				
8) Disclosable Interest Holder's Type of Ownersh (refer to instructions for list):	nip (C)			terest H	Iolder's Country of Citizenship:		
(refer to instructions for fist).			U.S.A.				
(X) Voting () Non-Voting							
()Non- votting							
10) Relationship Description (if the discloseable in	terest holder	is an indirec	et owner, list path of o	ownersh	ip from indirect owner to the applicant):		
A general partner of FLC XXXIII at	nd FLC X	XXXII, w	hich are the resp	ectiv	e general partners of MBO-VII a	and Equity	
VII, which, in turn, are direct shareh	olders of	Applican	t				

11a)	11b)	11c)	1 ld)
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	Principal Business:	FCC Registration Number (FRN):	Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22 102	Telecommunications		
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting		

FCC Ownership Disclosure Information for the Wireless Telecommunications Services

Schedule for Disclosable Interest Holders

Approved by OMB 3060 – 0799 See instructions for Public burden estimate

Disclosable Interest Holder Information (complete as many as required to describe all disclo			ble interest holders)				
45) Disclosable Interest Holder's First Name (if individual):	M1:		Last N	fame:	Suffix:		
Gordon	A		Hol	mes			
46 8 1 11 14 (11 11 1 11 1 11 1 11 1 11 1			47) T	CCC Designation Number(EDN)			
46) Disclosable Interest Holder's Name (if entity):			47) FCC Registration Number(FRN):				
			000	6587828			
48) Disclosable Interest Holder's Address:							
767 Fifth Avenue, New York, NY 10153							
5) Type of Interest in Applicant (I) 6) Disclose		able Interest Holder is a (n): (I) 29) Percent of Interest Held in Applicant:			
(refer to Instructions for list): (re	(refer to instructions for list of codes): Less than 10% actual indirect i	interest					
8) Disclosable Interest Holder's Type of Ownership (C)	30) Disclosable Int	terest H	Iolder's Country of Citizenship:			
(refer to instructions for list):		Ireland					
(X) Voting () Non-Voting							
10) Relationship Description (if the discloseable interest ho	lder is an indire	ct owner, list path of o	wnershi	p from indirect owner to the applicant):			
A general partner of FLC XXXIII and FL		•	ective	general partners of MBO-VII	and Equity-		
VII, which, in turn, are direct shareholders	of Applicar	nt					

elated FCC Regulated Businesses of Disclosable Int 11a)	11b)	11c)	11d)
Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	Principal Business:	FCC Registration Number (FRN):	Percent of Interest Held:
XO Communications, Inc. 11111 Sunset Hills Road Reston, VA 22102	Telecommunications		Less than 25% indirect
Citadel Communications Corporation City Center West, Suite 400 7201 Mead Boulevard Las Vegas, NV 89128	Broadcasting		Less than 25% indirect